

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re: : Chapter 11  
: :  
DPH HOLDINGS CORP., et al., : Case No. 05-44481 (RDD)  
: :  
Reorganized Debtors. : (Jointly Administered)  
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**ORDER GRANTING, IN PART, APPLICATION BY DAVIDSON KEMPNER CAPITAL  
MANAGEMENT LLC; ELLIOTT ASSOCIATES, L.P.; NOMURA CORPORATE  
RESEARCH & ASSET MANAGEMENT, INC.; NORTHEAST INVESTORS TRUST;  
SPCP GROUP, LLC; AND WHITEBOX ADVISORS, LLC, ON BEHALF OF  
THEMSELVES AND SENIOR NOTEHOLDERS PREVIOUSLY REPRESENTED, FOR  
PAYMENT OF FEES AND EXPENSES PURSUANT TO 11 U.S.C. § 1129(A)(4) AND  
BANKRUPTCY RULE 9019**

Upon the application (the “Application”) by Davidson Kempner Capital Management LLC; Elliott Associates, L.P.; Nomura Corporate Research & Asset Management, Inc; Northeast Investors Trust; SPCP Group, LLC; and Whitebox Advisors, LLC, (the “Applicants”), on behalf of themselves and the holders of Senior Notes previously represented by their professionals in these Cases, for payment of fees and expenses pursuant to 11 U.S.C. § 1129(a)(4) and Rule 9019 of the Federal Rules of Bankruptcy Procedure<sup>1</sup>; and there being due and sufficient notice of the Application and the hearing thereon, and no further notice being necessary; and the Court having approved, pursuant to paragraph 62 of the Confirmation Order, the payment of the fees and expenses of the Senior Noteholders’ Professionals, subject to review by the Court for reasonableness, based on the totality of the circumstances, and approval pursuant to 11 U.S.C. § 1129(a)(4) of the Bankruptcy Code; and there being no opposition to the requested relief; and upon the record of the June 30, 2010 hearing on the Application; and the Court having found that, to the extent granted below, reimbursement of the fees and expenses requested in the

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<sup>1</sup> Capitalized terms not defined herein shall have the meanings ascribed to them in the Application.

Application is reasonable based on the totality of the circumstances; and, after due deliberation, good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Application is GRANTED with the exception of those fees requested in connection with Project Category 4 (Services Rendered in Connection with Preparation of Alternative Investment Agreement) and Project Category 6 (Services Rendered in Connection with Claims Estimation).
2. The Debtors are authorized and directed to reimburse the Applicants and holders of Senior Notes previously represented by their professionals in the amount of \$3,723,634.61 in accordance with the First Amended Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates, Debtors and Debtors-In-Possession, as Modified.
3. Payment shall be directed to Goodwin Procter LLP for the benefit of the Applicants and holders of Senior Notes previously represented by their professionals.

Dated: White Plains, New York  
July 7, 2010

/s/Robert D. Drain  
THE HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE